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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
BEFORE PAYMENT OF CAPITAL
OF
BROWN & ROOT CORPORATION

FILED

DEC 14 1989

10 Am

We, the undersigned, being all of the directors of Brown & Root Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware

DOES HEREBY CERTIFY

FIRST That the first paragraph of the Certificate of Incorporation be and it hereby is amended to read as follows

"1 The name of the corporation is

Brown & Root I, Inc "

SECOND That the corporation has not received any payment for any of its stock

THIRD That the amendment was duly adopted in accordance with the provisions of Sections 241 of the General Corporation Law of the State of Delaware

IN WITNESS WHEREOF we have signed this certificate this
12TH day of DECEMBER 1989

[Signature]
T L Austin, Jr

[Signature]
T E Knight

[Signature]
W B Pieper



c certamnd

Law Dr. PAH 12/12/89
RY